

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF HAWAII

IAN BELL, Derivatively on,) CIVIL 17-00530 LEK-WRP
Behalf of ECO SCIENCE)
SOLUTIONS, INC.,)

Plaintiffs,)

vs.)

JEFFREY TAYLOR, DON LEE)
TAYLOR, L. JOHN LEWIS, S.)
RANDALL OVESON, and GANNON)
GIGUIERE,)

Defendants.)

MARC D'ANNUNZIO, Derivatively) CIVIL 18-00016 LEK-WRP
on Behalf of ECO SCIENCE)
SOLUTIONS, INC.,)

Plaintiff,)

vs.)

JEFFREY TAYLOR, DON LEE)
TAYLOR, L. JOHN LEWIS, S.)
RANDALL OVESON, and GANNON)
GIGUIERE,)

Defendants.)

**ORDER GRANTING PLAINTIFFS' UNOPPOSED
MOTION FOR PRELIMINARY APPROVAL OF SETTLEMENT**

On September 21, 2020, Plaintiffs Ian Bell and Marc D'Annunzio, derivatively on behalf of Eco Science Solutions, Inc. ("Plaintiffs" and "ESSI"), filed their Unopposed Motion for Preliminary Approval of Settlement ("Motion"). Plaintiffs bring the Motion pursuant to Federal Rule of Civil Procedure 23.1, seeking an order: (i) preliminarily approving the proposed settlement ("Settlement") of the above-captioned Action, in accordance with the parties' Stipulation of Settlement ("Stipulation"); and (ii) approving the form and manner of the Notice of the Settlement. See Motion, Decl. of Shane P. Sanders, Exh. 1 (Stipulation); id., Exh. C (Notice), Exh. D (Summary Notice). The Court finds the Motion suitable for disposition without a hearing pursuant to Rule LR7.1(c) of the Local Rules of Practice for the United States District Court for the District of Hawaii ("Local Rules").

WHEREAS, the Stipulation sets forth the terms and conditions for the Settlement, including: (i) a proposed Settlement and dismissal of the Action with prejudice as to the Released Persons; and (ii) the payment of attorneys' fees and expenses to Plaintiffs' Counsel, upon the terms and conditions set forth in the Stipulation;

WHEREAS, the Settlement appears to be the product of serious, informed, non-collusive negotiations and falls within the range of possible approval; and

WHEREAS, this Court, having considered the Stipulation and the exhibits annexed thereto and having heard the arguments of the Settling Parties at the preliminary approval hearing:

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED AS FOLLOWS:

1. This Court, for purposes of this Preliminary Approval Order, adopts the definitions set forth in the Stipulation.
2. This Court preliminarily approves the Settlement as set forth in the Stipulation as being fair, reasonable, and adequate.
3. Pending this Court's determination as to final approval of the Settlement, Plaintiffs' Counsel and Current ESSI Shareholders are barred and enjoined from commencing, prosecuting, instigating, or in any way participating in the commencement or prosecution of any action asserting any Released Claim against any Released Persons.
4. Within ten (10) business days after the entry of this Preliminary Approval Order, ESSI shall, at its own cost, (a) cause the Stipulation of Settlement and long-form notice to be filed with the SEC on Form 8-K with an accompanying

press release; (b) publish the short-form notice once in the national edition of Investor's Business Daily; and (c) publish the Stipulation of Settlement and the long-form notice on an internet page that ESSI shall create for this purpose, the address of which shall also be featured on the long-form and the short-form notices.

5. At least seven (7) calendar days prior to the Settlement Hearing, ESSI's counsel shall file with the Court and serve on Plaintiffs' Counsel proof, by affidavit or declaration, of the dissemination of Notice and Summary Notice as provided for in paragraph 3 of this Order.

6. The Court finds that the form, substance, and dissemination of information regarding the proposed Settlement in the manner set out in this Order complies with Rule 23.1 of the Federal Rules of Civil Procedure, meets due process standards, and is the best notice practicable under the circumstances.

7. A hearing shall be held on **November 17, 2020 at 10:30 a.m.**, before the Honorable Leslie E. Kobayashi, at the United States District Court District of Hawaii, 300 Ala Moana Blvd., Honolulu, Hawaii 96850, in Courtroom Aha Nonoi (the "Settlement Hearing"), at which the Court will determine: (i) whether the terms of the Stipulation should be approved as fair, reasonable, and adequate; (ii) whether the Notice and Summary Notice fully satisfied the requirements of Federal Rule of Civil Procedure 23.1 and the requirements of due process;

(iii) whether the Action should be dismissed with prejudice; (iv) whether all Released Claims against the Released Persons should be fully and finally released; (v) whether the agreed-to Fee and Expense Amount should be approved; and (vi) to rule upon such other matters as the Court may deem appropriate.

8. The Court reserves: (i) the right to approve the Settlement, with such modifications as may be agreed to by counsel for the Settling Parties consistent with such Settlement, without further notice to ESSI shareholders; and (ii) the right to continue or adjourn the Settlement Hearing from time to time, by oral announcement at the hearing or at any adjournment thereof, without further notice to ESSI shareholders.

9. Any ESSI shareholder may appear and show cause, if he, she or it has any reason why the Settlement embodied in the Stipulation should not be approved as fair, reasonable, and adequate, or why a judgment should or should not be entered hereon, or the Fee and Expense Amount should not be approved. Current ESSI Shareholders who wish to contest the approval of the proposed Settlement, or, if approved, the Judgment to be entered hereon, must cause to be filed, and served on counsel as noted below, written objections stating (i) their name(s); (ii) identifying their counsel, if any; (iii) all supporting bases, reasons and evidence for the objection; (iv) the case name, number and court in which they have objected to any other proposed settlement in the last three years; and (v) whether

they intend to appear at the Settlement Hearing. Objections must be accompanied by documentary proof of current ownership of ESSI stock, reflecting the number of shares held and when such stock ownership was acquired. Any person who fails to object in the manner provided for herein shall be (i) deemed to have waived such objection and (ii) barred and enjoined from raising such objection in this or any other action or proceeding.

10. At least fourteen (14) calendar days prior to the Settlement Hearing set for **November 17, 2020**, any such person must file the written objection(s) and corresponding materials with the Clerk of the Court, United States District Court District of Hawaii 300 Ala Moana Blvd C-338 Honolulu, Hawaii 96850, and serve such materials by that date, to each of the following Settling Parties' counsel:

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Attorneys for Plaintiffs

Only shareholders who have filed with the Court and sent to the Settling Parties' counsel valid and timely written notices of objection will be entitled to be heard at the hearing, unless the Court orders otherwise.

11. Any ESSI shareholder who does not make an objection in the manner provided herein shall be deemed to have waived any such objection.

12. Papers in support of final approval of the Settlement and the Fee and Expense Amount shall be served and filed not later than twenty-one (21) calendar days before the Settlement Hearing. The Settling Parties' responses to any objections shall be filed and served not less than seven (7) calendar days before the Settlement Hearing.

13. All proceedings in the Action are stayed until further order of the Court, except as may be necessary to implement the Settlement or comply with the terms of this Stipulation.

14. This Court may, for good cause, extend any of the deadlines set forth in this Order without further notice to ESSi's shareholders.

15. Neither the Stipulation nor the Settlement, nor any act performed or document executed pursuant to or in furtherance of the Stipulation or the Settlement: (i) is or may be deemed to be or may be offered, attempted to be offered or used in any way by the Settling Parties or any other Person as a presumption, a concession or an admission of, or evidence of, any fault, wrongdoing or liability of the Settling Parties or Released Persons, or of the validity of any Released Claims; or (ii) is intended by the Settling Parties to be offered or received as evidence or used by any other person in any other actions or proceedings, whether civil, criminal, or administrative, other than to enforce the terms therein.

IT IS SO ORDERED.

DATED AT HONOLULU, HAWAII, September 23, 2020.



/s/ Leslie E. Kobayashi
Leslie E. Kobayashi
United States District Judge

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and MARC D'ANNUNZIO, ETC. VS. JEFFERY TAYLOR, ET AL; CV 18-
00016 LEK-WRP; ORDER GRANTING PLAINTIFFS' UNOPPOSED
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